

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i>,	:
	:
Debtors.	:
	:
	:
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Chapter 11 Case No.
08-13555 (JMP)
(Jointly Administered)

**AFFIDAVIT AND DISCLOSURE STATEMENT OF CYNTHIA D. KAISER
ON BEHALF OF RICHARDS, LAYTON & FINGER, P.A.**

STATE OF DELAWARE)
) ss:
COUNTY OF NEW CASTLE)

Cynthia D. Kaiser, being duly sworn, upon his oath, deposes and says:

1. I am a Vice President and Director of Richards, Layton & Finger, P.A., located at One Rodney Square, PO Box 551, Wilmington, Delaware 19801 (the "Firm").
2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors") and, collectively with their non-debtor affiliates, "Lehman"), have requested that the Firm provide legal services to the Debtors consisting of advice on matters of Delaware law in connection with the dissolution of certain Delaware statutory trusts, and the Firm has consented to provide such services.
3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom

may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

5. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

6. Lehman owes the Firm \$350,184.16 for services provided prior to the filing of the Debtors' bankruptcy petition. It is my belief that of this total amount, approximately \$159,351.11 is owed to the Firm by the Debtors for prepetition services.

7. At any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

By: Cynthia D. Kames

Subscribed and sworn to before me
this 19th day of December, 2008

Norma J. Salomon
Notary Public

NORMA J. SALOMON
Notary Public - State of Delaware
My Comm. Expires June 8, 2010



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In re : **Chapter 11 Case No.**
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LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (JMP)**
:
Debtors. : **(Jointly Administered)**
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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively, the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Jennifer Sapp
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Richards, Layton & Finger, P.A.

One Rodney Square

PO Box 551

Wilmington, Delaware 19801

2. Date of retention: December 1, 2008

3. Type of services provided (accounting, legal, etc.):

Legal Services

4. Brief description of services to be provided:

Advice on matters of Delaware law in connection with the dissolution of
certain Delaware statutory trusts.

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly

- (a) Average hourly rate (if applicable):

My hourly rate is \$ 525. Other attorneys with a similar or lower
rate may provide services.

- (b) Estimated average monthly compensation based on prepetition
retention (if firm was employed prepetition):

Prepetition retention not applicable to the services to be provided
in the Bankruptcy case.

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: The Debtors and certain of their affiliates owe the Firm \$350,184.16 for prepetition services. It is my belief that of this total amount, approximately \$159,351.11 is owed to the Firm by the Debtor for prepetition services.

Date claim arose: The prepetition services for the Debtors are covered by invoices dated during the period 7/31/2006 through 9/15/2008.

Claim: Legal services provided

7. Prepetition claims against the Debtors held individually by any member, associate, or professional employee of the firm:

Name: None

Status: Not applicable

Amount of Claim: Not applicable

Date claim arose: Not applicable

Source of claim: Not applicable

8. Stock of the Debtors currently held by the firm:

Kind of shares: None

No. of shares: Not Applicable

Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: Not applicable

Status: Not applicable

Kind of shares: Not applicable

No. of shares: Not applicable

9. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

There are no interests adverse to the Debtors or to their estates.

11. Name of individual completing this form:

Cynthia D. Kaiser